



The nationwide boxcar pool

RECORDATION NO. 12344-A Filed 12-9

DEC 10 1980-11 12 AM

RAILBOX COMPANY  
101 NORTH WACKER DRIVE  
CHICAGO, IL 60606  
(312) 853-3223

INTERSTATE COMMERCE COMMISSION

NO-345A060

Date DEC 10 1980

Fee \$ 10.00

ICC Washington, D. C.

December 9, 1980

Secretary  
Interstate Commerce Commission  
Washington, D.C. 20423

Dear Sir:

Will you please record as provided in the Interstate Commerce Act, 49 U.S.C. § 11303 (a), the Equipment Trust Agreement Supplement No. 1, dated as of December 1, 1980, between Continental Illinois National Bank and Trust Company of Chicago and Railbox Company. Five (5) counterpart originals of the Equipment Trust Agreement Supplement No. 1 are enclosed with this letter of transmittal together with a check in the amount of \$10.00.

The information required for such recordation by order of the Interstate Commerce Commission is as follows:

1116.4 (b) - The names and addresses of the parties to the transaction:

Trustee: Continental Illinois National Bank  
and Trust Company of Chicago  
30 N. La Salle Street  
Chicago, IL 60693

Company: Railbox Company  
101 North Wacker Drive  
Chicago, Illinois 60606

1116.4 (c) - General description of the equipment:

<u>Type</u>	<u>Designation</u>	<u>Units</u>	<u>Marked*</u>	<u>Numbered</u>
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See attached Schedule A

\*All units will have marked on each side thereof, the following legend:

"OWNERSHIP SUBJECT TO A SECURITY AGREEMENT FILED WITH THE INTERSTATE COMMERCE COMMISSION."

Dec 10 11 07 AM '80  
DOCKET FILES  
BRANCH

Continental - Steve Paul Bank

Secretary  
Interstate Commerce Commission  
December 9, 1980  
Page Two

- 1116.4 (e) - Prior recordation relating to this Supplement No. 1, was made on October 27, 1980, at 10:55 a.m., recordation number 12344.
- 1116.4 (f) - Four (4) counterpart originals of the Equipment Trust Agreement Supplement No. 1 being recorded should be returned to the undersigned at the above address.

Very truly yours,

*T.D. Marion*

T. D. Marion  
Assistant Treasurer

TDM:sgs

Enclosure

# SCHEDULE A

<u>Type</u>	<u>Mechanical Designation</u>	<u>Quantity</u>	<u>Company Car Numbers (all inclusive)</u>
50' 6", 70-ton capacity general service box car Manufacturer: FMC Corporation	XM	75	38565-38639
50' 6", 70-ton capacity general service box car Manufacturer: PACCAR Inc	XM	4	43346-43349
50' 6", 70-ton capacity general service box car Manufacturer: Pullman Incorporated (Pullman Standard Division)	XM	140 <hr/> 219 <hr/>	43950-44089

**Interstate Commerce Commission**  
Washington, D.C. 20423

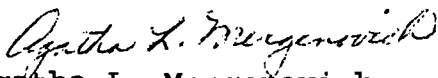
OFFICE OF THE SECRETARY

T. D. Marion  
Railbox Company  
101 North Wacker Drive  
Chicago, IL. 60606

Dear       **Sir:**

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 12/10/80 at 11:15AM, and assigned re-recording number(s). 12344-A

Sincerely yours,

  
Agatha L. Mergenovich  
Secretary

Enclosure(s)

EQUIPMENT TRUST AGREEMENT SUPPLEMENT NO. 1  
dated as of December 1, 1980, by and between  
CONTINENTAL ILLINOIS NATIONAL BANK AND TRUST  
COMPANY OF CHICAGO, a national banking associa-  
tion organized and existing under the laws of the  
United States of America, as Trustee (herein-  
after called the Trustee) and RAILBOX COMPANY,  
a Delaware corporation (hereinafter called the  
Company).

REC-10 1980-11 15 AM  
INTERSTATE COMMERCE COMMISSION  
12344-A

WHEREAS, the parties hereto have entered into an  
Equipment Trust Agreement dated as of October 22, 1980 (hereinafter  
called the Trust Agreement) providing for the sale, transfer and  
delivery to the Trustee of certain railroad equipment described in  
Schedule A thereto;

WHEREAS, the Trust Agreement has been filed and recorded  
with the Interstate Commerce Commission pursuant to the requirements  
of 49 U.S.C. § 11303 (a) on October 27, 1980, at 10:55 A.M. and  
assigned recordation number 12344;

WHEREAS the parties hereto desire to Supplement Schedule  
A of the Trust Agreement to delete therefrom 110 FMC Corporation  
50'6", 70-ton capacity, general service box cars with 10' doors  
with car numbers 38640 through 38749 and to substitute therefore  
140 Pullman Incorporated (Pullman Standard Division) 50'6", 70-ton  
capacity, general service box cars with 10' doors with car numbers  
43950 through 44089; and

WHEREAS this substitution of equipment is authorized by  
the second paragraph of Section 4.01 of the Trust Agreement and the  
entering into of this Supplement No. 1 by the Trustee and the Company  
without the consent of the holder of the Trust Certificates issued  
pursuant to the Trust Agreement is authorized by Section 12.01 of  
the Trust Agreement;

NOW, THEREFORE, in consideration of the mutual covenants  
and promises herein contained, the parties hereto hereby agree as  
follows:

(1) Schedule A is hereby supplemented and restated in its  
entirety as set forth in Exhibit 1 hereto, and

(2) The Company will promptly cause this Supplement  
No. 1 to be filed and recorded with the Interstate Commerce Commission  
pursuant to the requirements of 49 U.S.C. § 11303 (a) and in accordance  
with the terms of Section 5.03 of the Trust Agreement.

Except as supplemented hereby, the Trust Agreement shall  
remain unaltered and in full force and effect.


Any and all notices, requests, certificates and other  
instruments executed and delivered after the execution and delivery  
of this Supplement No. 1 may refer to the "Equipment Trust Agreement  
dated as of October 22, 1980" without making specific reference to  
this Supplement No. 1, but nevertheless all such references shall  
be deemed to include this Supplement No. 1 unless the context shall  
otherwise require.


IN WITNESS WHEREOF, the Company and the Trustee have caused their names to be signed hereto by their respective officers thereunto duly authorized, and their respective corporate seals, duly attested, to be hereunto affixed as of the day and year first above written.

CONTINENTAL ILLINOIS NATIONAL BANK  
AND TRUST COMPANY OF CHICAGO  
as Trustee

(Corporate Seal)

Attest:

  
Trust Officer

By   
Second Vice President

RAILBOX COMPANY

(Corporate Seal)

Attest:

  
Assistant Secretary

By   
Vice President-Finance

STATE OF ILLINOIS)  
 ) SS.  
COUNTY OF COOK )

On this 8<sup>th</sup> day of December, 1980, before me personally appeared J. C. Mull, Jr., to me personally known, who, being by me duly sworn, says that he is a <sup>Second</sup> Vice President of CONTINENTAL ILLINOIS NATIONAL BANK AND TRUST COMPANY OF CHICAGO, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

(Notarial Seal)

V. Wasley D  
Notary Public

My Commission Expires: July 2, 1984

STATE OF ILLINOIS)  
 ) SS.  
COUNTY OF COOK )

On this 8<sup>th</sup> day of December, 1980, before me personally appeared N. V. Reichert, to me personally known, who, being by me duly sworn, says that he is the Vice President-Finance of RAILBOX COMPANY, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

(Notarial Seal)

J. P. Hopwood  
Notary Public

My Commission Expires:

My Commission Expires December 27, 1983

## SCHEDULE A

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